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1-303A009

RECORDATION NO 8070-M FILED 1025

OCT 30 1991 -9 40 AM

INTERSTATE COMMERCE COMMISSION

October 30, 1991

Ms. Mildred Lee
Recordations Unit
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Mrs. Lee:

Enclosed is a Partial Termination of Lease dated as of October 25, 1991.

Please file this supplemental agreement as ICC Recordation #8070-M. The filing fee of \$16 is enclosed.

Thank you for your assistance.

Sincerely,

Mary Ann Oster

Mary Ann Oster
Research Consultant

Enclosures

OCT 30 9 34 AM '91
MOTOR OPERATING UNIT

Counterparts - May 2 at

Interstate Commerce Commission
Washington, D.C. 20423

10/30/91

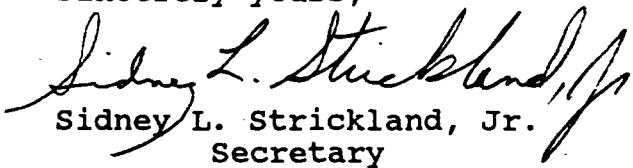
OFFICE OF THE SECRETARY

Mary Ann Oster-
Research Consultant
Oster Researching Services
12897 Colonial Drive
Mt. Airy, MD. 21771

Dear Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/30/91 at 9:40AM , and assigned recordation number(s). 8070-M.

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

8070-M
RECORDATION NO. 8070-M
FILED 1425

OCT 30 1991 - 9 40 AM

TERMINATION OF LEASE

INTERSTATE COMMERCE COMMISSION

This Partial Termination of Lease of Railroad Equipment, dated as of October 25, 1991, by Helm Financial Corporation, a California corporation ("Helm").

1. Recitals: Helm entered into an Assignment of Lease of Railroad Equipment dated as of November 29, 1990 (Interstate Commerce Commission ("ICC") Recordation No. 8070-I, filed on May 8, 1991, 1:15 PM) which assigned to Helm all of Chrysler Capital Corporation's right, title, and interest in the Lease of Railroad Equipment dated as of July 15, 1975 (ICC Recordation No. 8070, filed on October 3, 1975, 2:25 PM) as amended by that certain Amendment Agreement dated as of June 25, 1976 (ICC Recordation No. 8070-G, filed on September 3, 1976, 11:40 AM), that certain Amendment dated as of February 5, 1991 (ICC Recordation No. 8070-J, filed on June 10, 1991, 9:50 AM) and that certain Supplemental Agreement dated as of January 1, 1976, (ICC Recordation No. 8070-F, filed on February 5, 1976, 10:25 AM) (the "Lease"), between Chrysler Capital Corporation (the "Trustee"), as successor to Continental Illinois National Bank and Trust Company of Chicago now known as Continental Bank National Association, pursuant to that certain Termination Agreement dated as November 30, 1990 (filed under ICC Recordation No. 8070-H), which Termination Agreement revoked the Trust and terminated the Trust Agreement dated July 15, 1975 (Trust documents included (i) the Conditional Sale Agreement dated as of July 15, 1975 among Pullman Incorporated, Continental Illinois National Bank and Trust Company of Chicago, as Trustee, and St. Louis - San Francisco Railway Company, (ICC Recordation No. 8070-B filed on October 3, 1975, 2:25 PM), (ii) the Agreement and Assignment between Pullman Incorporated and Continental Illinois National Bank and Trust Company of Chicago, as Agent (ICC Recordation No. 8070-C filed on October 3, 1975, 2:25 PM), (iii) the Conditional Sale Agreement among Greenville Steel Car Company, Continental Illinois National Bank and Trust Company of Chicago, as Trustee, and St. Louis - San Francisco Railway Company (ICC Recordation No. 8070-D, filed on October 3, 1975, 2:25 PM), (iv) the Agreement and Assignment between Greenville Steel Car Company and Continental Illinois National Bank and Trust Company of Chicago, as Agent (ICC Recordation No. 8070-E, filed on October 3, 1973, 2:25 PM) and Burlington Northern Railroad, as successor to St. Louis - San Francisco Railway Company (the "Lessee")).

This Lease was terminated on July 1, 1991. The purpose of this Termination of Lease is to provide a formal termination document for filing with the ICC.

2. Termination. The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Helm, pursuant to due authority, has executed this Termination of Lease as of the date first written above.

HELM FINANCIAL CORPORATION

By: 

Title: President

Date: 10/25/91

STATE OF CALIFORNIA)

COUNTY OF SAN FRANCISCO)

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On this 25th day of October, 1991, before me personally appeared Richard C. Kirchner to me personally known, who, being by me duly sworn, says that he is President of HELM FINANCIAL CORPORATION, that said instrument was signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Karen Staudenmaier
Notary Public

My Commission Expires:

July 26, 1993

[Notarial Seal]

